



THOMAS D. MARION
TREASURER

TTX COMPANY

101 NORTH WACKER
DRIVE
CHICAGO, ILLINOIS 60606
(312) 853-3223

DIRECT LINE (312) 984-3821
FAX (312) 984-3855

September 30, 1997

RECORDATION NO. 20730-B, C FILED

OCT 2 '97

2-45 PM

OCT 2 2 44 PM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Interstate Commerce Commission
1925 K Street, N.W.
Washington, DC 20006

Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are three (3) fully executed counterparts of each of the following Releases:

- A) Partial Release dated September 25, 1997 of the Manufacturing Agreement dated as of June 6, 1997.
- B) Partial Release dated September 25, 1997 of the Manufacturing Agreement Supplement No.1 dated as of September 8, 1997.

These Releases are secondary documents.

Parties to this transaction are as follows:

TTX Company (Company)
101 North Wacker Drive
Chicago, Illinois 60606

Gunderson Inc. (Manufacturer)
4350 Northwest Front Avenue
Portland, OR 97210

Mr. Vernon A. Williams
September 30, 1997
Page Two

The general description of the equipment is as follows:

Type	AAR Mechanical Designation	No. Of Units	Marked	Numbered
3-unit drawbar-connected 48' all-purpose double-stack well cars.	FC	A) 120	DTTX	A) 427873-427905, 427961-428047.
		B) 14	"	B) 428048-428051, 428054, 428057-428062, 428064-428066.

Enclosed are two checks in the amount of \$24.00 each to cover filing fees.

Prior recordations pertaining to these documents being recorded are as follows:

- 1) Manufacturing Agreement dated as of June 6, 1997, recorded on June 25, 1997, recordation number 20730.
- 2) Manufacturing Agreement Supplement No. 1 dated as of September 8, 1997, recorded on September 16, 1997, recordation number 20730-A.

Short summaries of these documents to appear in the Index are as follows:

- A) Partial Release covering 120 3-unit drawbar-connected 48' all purpose double-stack well cars- DTTX, with the following car numbers: 427873-427905, and 427961-428047.
- B) Partial Release covering 14 3-unit drawbar-connected 48' all purpose double-stack well cars- DTTX, with the following car numbers: 428048-428051, 428054, 428057-428062, and 428064-428066.

Once the filing has been made, please retain one copy of each and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,



TDM:mkh
Enclosures
k:\trsjmw\releases\20730bc.doc

P.S.: As per your previous conversation, please call Jane Wilhelm at (312) 984-3841 as soon as this agreement is recorded advising her of the recordation number, date and time. Thank you very much.

RECORDATION NO. 20730-B FILED
OCT 2 '97 2:45 PM

RELEASE

GUNDERSON INC., the manufacturer named in that certain Manufacturing Agreement dated as of June 6, 1997 with TTX Company, which agreement has been filed and recorded with the Surface Transportation Board pursuant to section 11303 of Title 49 of the United States code on June 25, 1997 and assigned recordation number 20730 does hereby acknowledge receipts of all amounts due under said agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto.

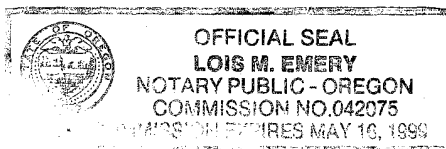
GUNDERSON INC.

By: Howard D. Werth
Assistant Secretary

STATE OF OREGON)
COUNTY OF MULTNOMAH)

SS:

On this 25th day of September, 1997, before me personally appeared Howard D. Werth, to me personally known, who by me being duly sworn, says that he is the Assistant Secretary of Gunderson Inc., that one of the seals affixed to the forgoing instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Lois M. Emery
Notary Public

My commission expires: May 16, 1999

SCHEDULE A

BUILDER	CAR TYPE	QUANTITY	CAR NUMBERS	DELIVERY PERIOD	CONTRACT #
Gunderson, Inc.	3-Unit Drawbar All Purpose	120	DTTX 427873 -- DTTX 427905; DTTX 427961 -- DTTX 428047	July 29 -- Sept. 16, 1997	T-2097-F, Supp. # 1

PAYMENTS

DATE	QUANTITY
------	----------

8/22/97	12
9/11/97	34
9/23/97	37
9/25/97	37

TOTAL	120
-------	-----